

Frank R. Schirripa
John A. Blyth
**HACH ROSE SCHIRRIPA
& CHEVERIE LLP**
185 Madison Avenue, 14th Floor
New York, New York 10016
212.213.8311
212.779.0028 (fax)

*Counsel for International Union of Bricklayers
And Allied Craft Workers Local 1 Health Fund
(Additional Counsel on Signature Page)*

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY

International Union of Bricklayers and
Allied Craft Workers Local 1 Health
Fund, individually and on behalf of all
others similarly situated,

Plaintiff,

v.

Celgene Corporation,

Defendant.

Case No. 2:14-cv-06997-KSH-CLW

City of Providence,

Plaintiff,

v.

Celgene Corporation,

Defendant.

Case No. 2:15-cv-01605-KSH-CLW

**STIPULATION AND PROPOSED
ORDER REGARDING
CONSOLIDATION**

WHEREAS, on November 7, 2014, Plaintiff International Union of Bricklayers and Allied Craft Workers Local 1 Health Fund filed an antitrust class action against Defendant Celgene Corporation (“Celgene”) entitled *International Union of Bricklayers, et al. v. Celgene Corporation*, Case No. 2:14-cv-06997-KSH-CLW (hereinafter, the “International Bricklayers’ Action”);

WHEREAS, on February 3, 2015 Celgene moved to dismiss the International Bricklayers’ Action (Dkt. 20);

WHEREAS, Celgene’s brief in support of such motion was refiled with formatting corrections on February 25, 2015 (Dkt. 24);

WHEREAS, on March 3, 2015, Plaintiff City of Providence (hereinafter, “Providence”) filed an antitrust class action against Celgene entitled *City of Providence v. Celgene Corporation*, Case No. 2:15-cv-01605-KSH-CLW (hereinafter, the “Providence Action”);

WHEREAS, on March 11, 2015, the Providence Action was transferred to the Honorable Judge Katharine S. Hayden who is also presiding over the International Bricklayers’ Action (Dkt. 3).

WHEREAS, the opposition to Celgene’s motion to dismiss the International Bricklayers’ Action is due on March 17, 2015 and returnable April 6, 2015 (Dkt. 23);

WHEREAS, the International Bricklayers’ Action and the Providence Action

(together, the “Actions”) both allege that Defendant Celgene engaged in an anticompetitive scheme to block and/or delay generic competition for Thalomid and Revlimid, two drugs developed and marketed by Celgene, causing injury to consumers and third-party payors, such as the City of Providence and the International Union of Bricklayers and Allied Craft Workers Local 1 Health Fund. Both Actions also allege that this anticompetitive conduct had the effect of unlawfully prolonging Celgene’s monopoly power over the markets for Thalomid and Revlimid. Finally, both Actions assert similar legal theories, including claims for violations of federal and state antitrust laws, violations of state consumer protection laws, and unjust enrichment;

WHEREAS, each of the parties to this stipulation recognizes that the Actions involve substantially similar issues of law and fact and substantially similar claims and that consolidation of the two Actions is appropriate under Fed. R. Civ. P. 42(a) and Local Civil Rule 42.1 to “streamline and economize pretrial proceedings so as to avoid duplication of effort, and to prevent conflicting outcomes in cases involving similar legal and factual issues.”

WHEREAS, the parties agree that consolidation of the Actions will not result in undue delay or prejudice to any party;

NOW, THEREFORE, in consideration of the mutual promises contained herein,

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned attorneys for the Plaintiffs and the Defendant in the Actions, that Civil Action No. 2:14-cv-06997-KSH-CLW (the International Bricklayers' Action) and Civil Action No. 2:15-cv-01605-KM-SCM, (the Providence Action) are appropriate for consolidation for all purposes pursuant to Federal Rule of Civil Procedure 42(a); and

IT IS FURTHER STIPULATED AND AGREED, the International Bricklayers' Action and Providence Action shall be referred to herein as the "Consolidated Actions." The Lead Docket Number for the Consolidated Actions shall be Civil Action No. 2:14-cv-06997-KSH-CLW; and

IT IS FURTHER STIPULATED AND AGREED, every pleading in the Consolidated Actions shall bear the following caption:

IN THE UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

In re Thalomid and Revlimid Antitrust Litigation	C.A. No. 2:14-cv-06997-KSH-CLW
---	--------------------------------

IT IS FURTHER STIPULATED AND AGREED, all orders, pleadings, motions and other documents shall, when filed and docketed in Civil Action No. 2:14-cv-06997-KSH-CLW, be deemed filed and docketed in each individual case to the extent applicable; and

IT IS FURTHER STIPULATED AND AGREED, with regard to issues common between the International Bricklayers' Action and the Providence Action, including the federal antitrust claims, Celgene's motion to dismiss the International Bricklayers' Action will be deemed to apply to those common issues to the extent that they are present in the Providence Action Complaint; and

IT IS FURTHER STIPULATED AND AGREED, Plaintiffs in the Actions will file an omnibus opposition to Celgene's motion to dismiss pursuant to the current schedule; and

IT IS FURTHER STIPULATED AND AGREED, Celgene accepts service of the Complaint in the Providence Action effective March 16, 2015; and

IT IS FURTHER STIPULATED AND AGREED, that no later than 35 days after acceptance of service date, Celgene shall file and serve a motion to dismiss directed at issues present in the Providence Action that are not present in the International Bricklayers' Action.

IT IS FURTHER STIPULATED AND AGREED, no party opposes entry of the Proposed Order attached hereto.

Dated: March 13, 2015

/s/ Frank Schirripa

Frank R. Schirripa

John A. Blyth

**HACH ROSE SCHIRRIPA &
CHEVERIE LLP**

185 Madison Avenue, 14th Floor

New York, New York 10016

212.213.8311

fschirripa@hrsclaw.com

Brent W. Landau

HAUSFELD LLP

325 Chestnut Street, Suite 900

Philadelphia, Pennsylvania 19106

215.985.3270

blandau@hausfeld.com

Walter D. Kelley

Melinda R. Coolidge

HAUSFELD LLP

1700 K Street NW; Ste 650

Washington, DC 20006

202.540.7200

wkelley@hausfeld.com

mcoolidge@hausfeld.com

*Attorneys for Plaintiff International
Union of Bricklayers and Allied Craft
Workers Local 1 Health Fund*

/s/ Gavin Rooney

Gavin J. Rooney
Nicole D. Bearce
Joseph A. Fischetti
LOWENSTEIN SANDLER LLP
65 Livingston Avenue
Roseland, New Jersey 07068
973.597.2500
973.597.2400 (fax)

Stephen R. Neuwirth (*admitted pro hac vice*)

Adam B. Wolfson (*admitted pro hac vice*)

Steig Olson (*admitted pro hac vice*)

**QUINN EMANUEL URQUHART
& SULLIVAN, LLP**

51 Madison Avenue, 22nd Floor
New York, New York 10010
212.849.7000
212.849.7100 (fax)

*Counsel for Defendant
Celgene Corporation*

s/ Jennifer Sarnelli

Jennifer Sarnelli
James S. Notis
GARDY & NOTIS, LLP
560 Sylvan Avenue
Englewood Cliffs, New Jersey 07632
Telephone: (201) 567-7377
Facsimile: (201) 567-7337
jsarnelli@gardylaw.com
jnotis@gardylaw.com

Jeffrey C. Block

Whitney E. Street

Erica G. Langsen

BLOCK & LEVITON LLP

155 Federal Street, Suite 400
Boston, MA 02110
Telephone: (617) 398-5600
Facsimile: (617) 507-6020
jblock@blockesq.com
wstreet@blockesq.com
elangsen@blockesq.com

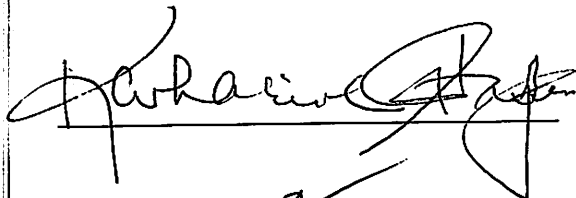
Lesley E. Weaver

BLOCK & LEVITON LLP

492 Ninth Street, Suite 260
Oakland, CA 94607
Telephone: (415) 968-8999
Facsimile: (617) 507-6020
lweaver@blockesq.com

*Counsel for Plaintiff
City of Providence*

SO ORDERED:

A handwritten signature in black ink, appearing to read "Harold R. Seitz", is written over a horizontal line.

Dated: March 26, 2015